

SHARPSTOWN SUPER NEIGHBORHOOD COUNCIL BYLAWS

Article I. – Name

The name of the Council is the Sharpstown Super Neighborhood Council (SNC).

Article II. – Boundaries

The Sharpstown Super Neighborhood is generally bounded by Westpark Tollway as the northern boundary; Beltway 8 as the western boundary; Club Creek, US 59 (Southwest Frwy), & Bissonnet St. as the southern boundary; and Hillcroft Ave. as the eastern boundary and is more particularly described by the Super Neighborhood map attached hereto as Exhibit A.

Article III. – Purpose

3.1. The Sharpstown Super Neighborhood Council is organized for charitable, civic, educational, cultural, and general community improvement purposes, including one or more of the purposes specified in Section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code. An application may be filed with the Internal Revenue Service for the 501(c)(3) or 501(c)(4) non-profit status, if and when so determined by the Council. The general purpose and power of the non-profit corporation, once established, is to have and exercise all rights and powers conferred on non-profit corporations under the Texas Non-Profit Corporation Act and other laws of Texas, of those powers which may hereinafter be conferred.

3.2. The general purposes for which this Council is organized will promote the civic betterment and social welfare and well-being of those residents, business and property owners, and other stakeholder groups within the boundaries of the Super Neighborhood, and to promote and engage in activities for the use and benefit of all stakeholders within the Super Neighborhood, including but not limited to, (i) to seek a consensus and provide residents with opportunities to advise the Houston City Council, Mayor's Office and other entities on issues important to the Super Neighborhood; (ii) undertake a wide range of neighborhood improvement projects determined by the members; and (iii) with cooperation from the City of Houston, identify and develop solutions to mutual problems, and develop Super Neighborhood Action Plans (SNAP) to address them.

Article IV. – Membership

4.1. The Sharpstown Super Neighborhood Council must be governed by a Council consisting of the Executive Committee and of duly designated Delegates of eligible Stakeholder Organizations. Stakeholder organizations must be an active and participating organization within the Sharpstown Super Neighborhood boundary.

4.2. Participation in the Sharpstown Super Neighborhood Council must not be limited by imposing membership requirements or fees either by the Super Neighborhood Council or Participating Stakeholder Organizations, except as provided by these bylaws.

4.3. The Sharpstown Super Neighborhood prohibits the exclusion from participating in Super Neighborhood Council activities on the basis of race, age, creed, color, religion, gender, sexual orientation, or national origin.

4.4. Any individual stakeholder within the Super Neighborhood has the right to be represented on the Super Neighborhood Council through a Delegate properly designated by either a new or an existing Stakeholder Organization. Only Delegates can vote on the Super Neighborhood Council, but Stakeholder Residents may participate in the activities of the Super Neighborhood Council by attending meetings, through the Speakers List, and by joining as a member of the mailing list (which may be an email list) which will be appropriately maintained by the Super Neighborhood Council.

Article V. – Council Seats

5.1. A Delegate to the Council must be a designated representative of a Stakeholder Organization.

5.2. Each Participating Stakeholder Organization must provide the Council an authorization letter in the form substantially similar to that attached as “Exhibit B” indicating their elected/appointed Delegate and designated alternate(s). Each Participating Stakeholder Organization will be allowed one vote, which must be cast by the Delegate or by a designated alternate.

5.3. If a Participating Stakeholder Organization does not actively participate in the activities of the SNC, that Stakeholder Organization must automatically be deemed inactive and must not be counted for the purpose of establishing a Quorum. For the purpose of this section, failing to actively participate must mean having no Delegate or alternate at three consecutive meetings, or otherwise failing to participate as determined by a Council vote.

5.4 The Sharpstown Super Neighborhood Council will consist of participating Stakeholder Organizations, each having one vote on all matters brought before the Council.

Article VI. – Officers

6.1. The elected Officers of the Sharpstown Super Neighborhood Council will be the President, Vice-President, Secretary, Treasurer, and Parliamentarian, who together constitute the Executive Committee.

6.2. The Executive Committee must schedule, convene, and administer Super Neighborhood Council meetings and between meetings of the Council, act in its behalf to approve and set policies, evaluate projects, communicate with City government and City Council members,

communicate with the Super Neighborhood Liaison, promote participation in City governance, and establish committees to carry out these and other functions as needed.

6.3. The President must preside over all general meetings and any Executive Committee meetings and has the authority to conduct meetings and to maintain order.

6.4. The Vice-President must preside at meetings in the absence of the President and assist the president and perform various duties.

6.5. The Secretary must keep an accurate record of proceedings of all meetings, act as custodian of current records, and file and maintain up-to-date membership lists and attendance records, including any lists or records generated through email and other computer-based sources.

6.6. The Treasurer must keep an up-to-date record of all financial transactions, receive all money, and deposit funds in a bank account on behalf of the Super Neighborhood Council and must disburse money as authorized by the Council. The Treasurer must present a report of finances at each general meeting of the Council. Checks disbursed must contain the signatures of two of the following: President or Vice President, and the Treasurer, and the Executive Committee will be responsible for approving all policies and procedures relating to the finances of the Super Neighborhood Council.

6.7. The Parliamentarian must be familiar with the Bylaws and Roberts Rules of Order and must be the arbiter of any points of order, questions, or disputes relating thereto.

6.8. All votes of the Executive Committee must be by simple majority. If the Executive Committee is comprised of an even number, whether by vacancy or by temporary absence, the Parliamentarian must abstain in any votes of the Executive Committee, so that no such vote be deadlocked; if the Parliamentarian is absent or vacant and the Executive Committee vote is tied, the entire Council must vote on the matter.

6.9. Elections will be conducted at the regular _____ meeting by ballot, provided a Quorum is present at the meeting. Proxy voting is not permitted. Officers must be installed at the first general meeting in _____ of each year. The initial President and Treasurer will serve three-year initial terms, followed by two-year terms. All other Officers must be elected to two year terms.

6.10. Officers must be limited to serving two (2) successive terms.

6.11. Officers must be individually elected by a Council vote by ballot, provided a quorum is present. The Executive Committee must be responsible for setting election rules, including those regarding the submission of candidates to the ballot, applicable timelines, candidate statements, and so forth.

6.12. A vacancy in an office must be filled by a special election by a quorum of the members of the Council. Officers elected to fill vacancies must assume office at the first general meeting following the special election and must hold office until the next regular election of officers.

6.13. Any officer, who fails to meet the obligations and responsibilities of their office may be removed from office by a two-thirds (2/3) majority vote of the Super Neighborhood Council.

Article VII. – Committees

7.1. Committees will be established as the need arises by vote of either the Executive Committee or the Council.

7.2. If such is not appointed by the vote establishing the committee, the committee members must appoint a committee chairperson.

7.3 . Committee chairpersons and committee members need not be a Council member, however, they must be a Stakeholder Resident, or a representative of a Stakeholder Organization or potential Stakeholder Organization, and must be approved by the Executive Committee.

Article VIII. – Meetings

8.1. The general meeting of the Super Neighborhood Council will be held at a time and place to be designated by the Council. A quorum is required for the transaction of business at a general meeting. **All Super Neighborhood Council meetings and committee meetings, will be conducted in open meetings where any member of the public may observe discussions and participate under defined circumstances.**

8.2. In the event that the general meeting falls on a legal holiday, the time and date of the general meeting must be set by the President at the preceding general meeting with the consent of the Council.

8.3. An individual wishing to address the Super Neighborhood Council must sign a “Speakers List” at the beginning of the meeting and be allowed three (3) minutes to speak.

Article IX. – Procedures

The most current edition of “Robert’s Rules of Order” will be the guide for procedure in all points of order not covered by the By-laws. Any disputes will be settled in good faith by the sole judgment of the Parliamentarian.

Article X. – Amendment of By-Laws

These By-laws may be amended from time to time on an as needed basis by resolution in writing, presented at a meeting of the Sharpstown Super Neighborhood Council, read, posted, and approved by a two-thirds (2/3) majority vote at the general meeting at which a quorum is present.

[END]

Exhibit A

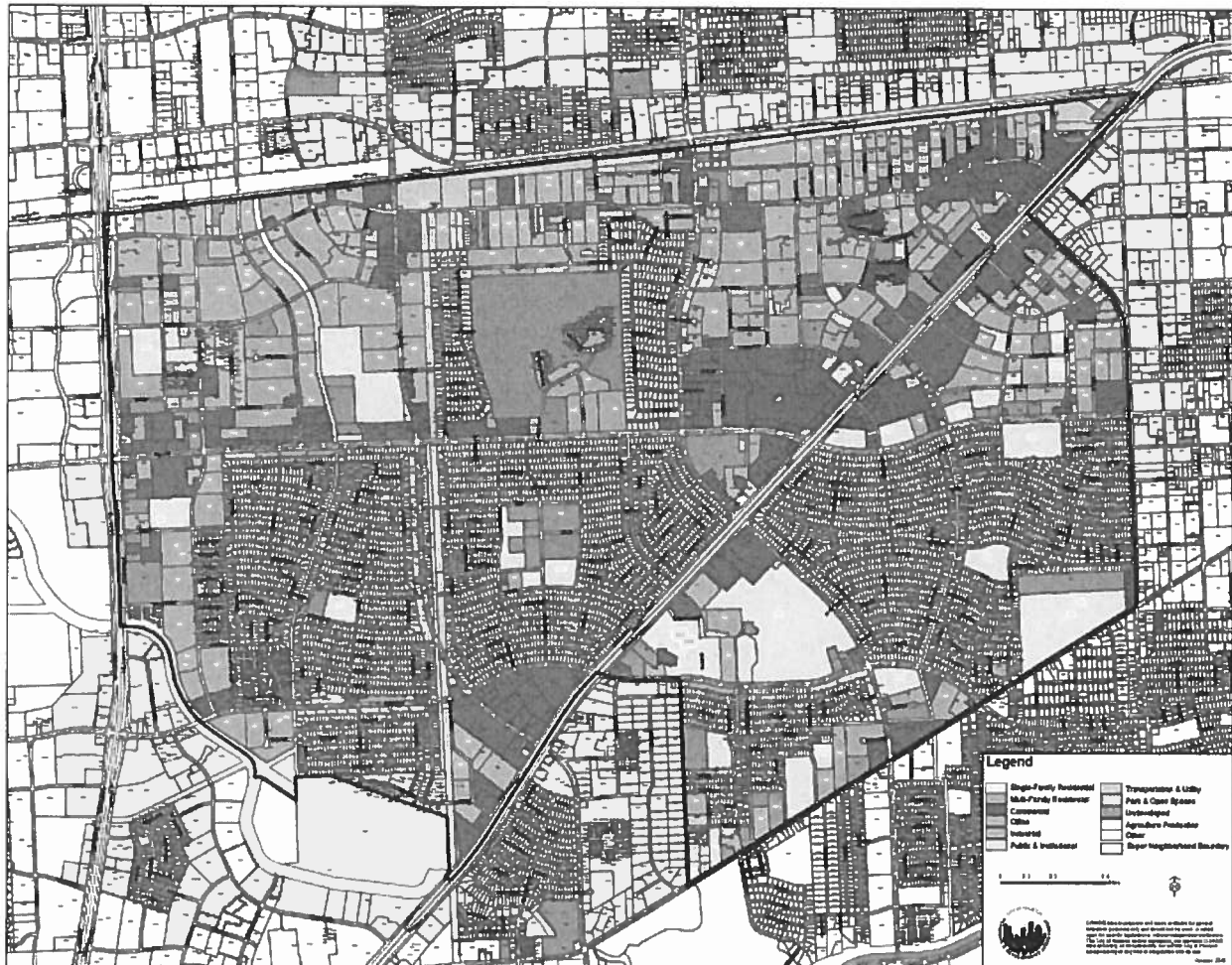


Exhibit B

Sharpstown Super Neighborhood Council **Delegate Authorization Letter**

STAKEHOLDER ORGANIZATION

Name: _____

Address: _____

Website: _____

Brief Descriptions of Stakeholder Organization: _____

AUTHORIZATION OF DELEGATE(S)

The following individuals are hereby designated as the Delegate and Alternate Delegates (if listed) to the _____ Super Neighborhood Council, and are authorized by the Stakeholder Organization to represent its interests and vote on its behalf on all matters coming before the Council.

Role	Name	Title	Address	Email	Phone(s)
Delegate					
Alternate 1					
Alternate 2					
Alternate 3					

SIGNATURE

By: _____

Print Name: _____

Title: _____

Date: _____

Exhibit C – Definitions

The following definitions pertain to terms contained within the **Sharpstown** Super Neighborhood Bylaws:

Super Neighborhood – The area within the boundaries as set forth in Article II above.

Super Neighborhood Council – The group of Delegates appointed as described herein to represent the Participating Stakeholder Organizations existing within the Super Neighborhood. The make-up and voting authority of the Council is set forth in subsequent provisions herein.

Stakeholder Resident – An individual domiciled within the Super Neighborhood, whether renting or owning, or who owns residential property within the Super Neighborhood.

Stakeholder Organization – An organization situated in, owning property within, conducting substantial operations within, or serving or representing a substantial number Stakeholder Residents of the Super Neighborhood, including but not limited to, civic associations, non-profit organizations, faith-based institutions, school districts, and/or businesses, as further defined herein.

Participating Stakeholder Organizations – Stakeholder Organizations appointing a Delegate in accordance with these Bylaws to represent their community or organization on the Super Neighborhood Council.

Delegate – An individual appointed to represent a Stakeholder Organization in the manner set forth herein.

Alternate Delegate – An individual appointed to represent a Stakeholder Organization in the absence of the primary delegate in the manner set forth herein.

Quorum – One-third (1/3) of the duly designated Delegates.

**Sharpstown Super Neighborhood Council
Delegate Authorization Letter**

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Role	Name	Title	Address	Email	Phone(s)
Delegate					
Alternate 1					
Alternate 2					
Alternate 3					

SIGNATURE

By: _____

Print Name: _____

Title: _____

Date: _____